


**Qualification of Independent Director of Aqua Corporation Public Company Limited****(The minimum requirements of the SEC and the SET)**Independent Directors Definition

1. Holding shares not over 1 percent of the total shares with voting right of the applicant for license, holding company, subsidiary, associated company or juristic person that may have conflicts, however, it includes shareholding by related persons of the independent director also.
2. Not being or has been a director with management participation on employees, consultant with regular salary or authorized person of the applicant for license, parent company, subsidiaries, associated company, subsidiaries in same level, or juristic person that may have conflicts, except relieved from such characteristic at not less than 2 years before the date of submission for permission from the office.
3. Not being person of whole blood or registration as stated in the law, in the manner of being father or mother, spouse, brotherhood and offspring including spouse of the offspring of the management, major shareholders, authorized person or person designated to be management or authorized person of the applicant for license or subsidiary.
4. Not have or has been in business such as making a normal commercial transactions to operate a rental business. or rent a property, concerning assets or services or providing or receiving financial assistance. Other similar circumstances apply to the company, parent company, subsidiaries, associated company or juristic person that may have conflicts in a manner that may obstruct the use of judgment freely, and never as a major shareholder. Non-Independent Directors or management of persons who have business relationship with the company, its parent company, subsidiaries, associated company or juristic person that may have conflict of interest, except relieved from such characteristic at not less than 2 years before the date of submission for permission from the office.
5. Not being or has been auditor of the applicant, holding company, subsidiaries, associated company or juristic person that may have conflicts and not a major shareholder, Non-Independent Directors, managers or managing partners of the audit, the auditors of the Company, parent company, subsidiaries, associated company or juristic person that may have conflicts, except relieved from such characteristic at not less than 2 years before the date of submission for permission from the office.
6. Not being or has been any professional provide which includes legal consulting or financial consulting with service fee over two million baht a year from the applicant, parent company, subsidiaries, associated company or juristic person that may have conflicts, In the case of the professional service provider is a juristic person including a major shareholder, non-Independent Directors, the manager or managing partner of the professional service provider, except relieved from such characteristic at not less than 2 years before the date of submission for permission from the office.
7. Not being a director appointed to be agent of the director of the applicant, major shareholder or shareholder with relation with the major shareholder.
8. Not being a director assigned by the Board of Directors to decided on the operation of the company, parent company, subsidiaries, associated company, subsidiaries in same level, or juristic person that may have conflicts.

9. If the independent directors are independent directors in the parent company, subsidiaries and subsidiaries in same level. The company must disclose information about such positions and the total remuneration received by the independent director in Form 56-1 and Form 56-2.
10. There are no other characteristics that make it impossible to give an independent opinion about the operation of the company.

### Information of Independent Directors Proposed to Proxy

	<b>Mr.Sutee Phongpaiboon</b>	58 Years old
	<b>Current Position</b>	Independent Director and Chairman of the Audit Committee
	<b>Nationality</b>	Thai

<ul style="list-style-type: none"> <li>Shareholding (%)</li> </ul>	<ul style="list-style-type: none"> <li>None</li> </ul>
<ul style="list-style-type: none"> <li>Special interests that are different from other directors in every agenda proposed in the Extraordinary General Meeting of Shareholders No. 1/2022</li> </ul>	<ul style="list-style-type: none"> <li>None</li> </ul>
<ul style="list-style-type: none"> <li>Education</li> </ul>	<ul style="list-style-type: none"> <li>Bachelor of Laws, Ramkhamhaeng University, 1987</li> <li>Diploma of Vocational Education (2nd Training), Lawyer Council of Thailand.</li> <li>Extraordinary members of the Thai Bar Association, 1988</li> </ul>
<ul style="list-style-type: none"> <li>Training Course from Thai Institute of Directors Association (IOD)</li> </ul>	<ul style="list-style-type: none"> <li>Director Accreditation Program (DAP) ปี 2007</li> </ul>

#### Past work experience of 5 years

<ul style="list-style-type: none"> <li>Listed company</li> </ul>	2018 – Present	Independent Director / Chairman of Audit Committee Chairman of the Nomination and Remuneration Committee <b>Aqua Corporation Plc.</b>
	April 2018 – 20 July 2022	Independent Director / Chairman of Audit Committee <b>Nation Broadcasting Corporation (NBC)</b>
	2018 - Present	Legal Consultant <b>Thai-German Product Plc</b>
		Legal Consultant and Lawyer <b>Christiani &amp; Nielsen (Thai) Plc.</b>
<ul style="list-style-type: none"> <li>Non-listed companies</li> </ul>	Present	Legal Consultant <b>Hitachi Industrial Technology Thailand) and Affiliated company</b>



	2018 - Present	Legal Consultant and Lawyer Pangman Somdej Co., Ltd
		Legal Consultant AIM Star Network Co., Ltd
		Legal Consultant Lea Trois and Affiliated Company
		Legal Consultant and Lawyer U-Nakan Co., Ltd.
		Legal Consultant and Lawyer Titanco International Co., Ltd. and Affiliated Company
		Legal Consultant and Lawyer Iris Group Co., Ltd.
		Legal Consultant The Thai Dairy Industry Co., Ltd.
		Legal Consultant Inter Express Logistics Co., Ltd. and Affiliated Company
	1999 - Present	Managing Director Sutee Pongpaiboon Low Office Co., Ltd

Address	198 Soi Charoenmit, Sukhumvit 71 Road, Phra Khanong Nuea Subdistrict, Watthana District, Bangkok
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Illegal record in the past 10 years - - None -

Family relationship between executives - - None -



Additional features for independent directors who have been nominated.

(having / not having a vested interest in The Company / parent company / subsidiary / associated company or juristic person that may have conflicts in the past or 2 years ago.)

Relation with Company / Subsidiary / Affiliated Company or Legal Entities that cause conflict of interest at present or during the past 2 years.	List of Nominees Qualified as Independent Directors
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- Being a Director who is involved in management, employee or consultant who receive salaries	-
- Being a professional service provider (such as an auditor, legal advisor)	-
- Business relationships that may result in the inability to act independently (such as purchases / sales of raw materials / products / services, borrowing /loan) with the size of the transaction (if any).	-